DAHLBERG K JEFFREY

Form 4 July 28, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
OMB
3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31,

2005

subject to Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

DAHLBERG K JEFFREY S

Symbol

(Check all applicable)

FAMOUS DAVES OF AMERICA

3. Date of Earliest Transaction

INC [DAVE]

_X__ Director _____ 10% Owner

(Month/Day/Year)

____ Officer (give title __X_ Other (specify below)

6. Individual or Joint/Group Filing(Check

1040 HIGH LAKE VIEW 07/28/2010

(Middle)

Chairman

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

COLORADO SPRINGS, CO 80906

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Form: Direct Indirect
Beneficially (D) or Beneficial
Owned Indirect (I) Ownership
Following (Instr. 4) (Instr. 4)
Reported

(A) or

Transaction(s) (Instr. 3 and 4)

V Amount (D) Price (Instr. 3 a

Common

Stock, \$.01 07/28/2010

M 50,000 A \$0 371,600

D

par value

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	orDeri Secu Acq or D (D)	urities uired (A) isposed of rr. 3, 4,	6. Date Exercise Expiration Date (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option	\$ 4	07/28/2010		M		50,000	02/28/2004	02/28/2011	Common Stock, \$.01 par value	50,000
Director Stock Option	\$ 8.07						05/23/2003	05/23/2012	Common Stock, \$.01 par value	5,000
Director Stock Option	\$ 4.16						06/13/2004	06/13/2013	Common Stock, \$.01 par value	5,000
Director Stock Option	\$ 6.72						05/14/2005	05/14/2014	Common Stock, \$.01 par value	5,000
Director Stock Option	\$ 10.98						05/13/2006	05/13/2015	Common Stock, \$.01 par value	5,000

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
DAHLBERG K JEFFREY 1040 HIGH LAKE VIEW COLORADO SPRINGS, CO 80906	X			Chairman		

Signatures

s/ K Jeffrey Dahlberg	07/28/2010			
**Signature of Reporting Person	Date			

Reporting Owners 2

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Pursuant to Rule 16b-3 (right to buy).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.